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COMPANIES FORM No. 123

Notice of increase in nominal capital

123

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Please do not
write in
this margin

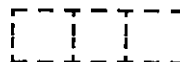
Pursuant to section 123 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies

For official use

Company number



3220934

Name of company

*DEALWISE LIMITED

*insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company
dated 6th September 1996 the nominal capital of the company has been
increased by £ 1,270,500 beyond the registered capital of £ 10,500.

§ the copy must be
printed or in some
other form approved
by the registrar

A copy of the resolution authorising the increase is attached. §

The conditions (eg. voting rights, dividend rights, winding-up rights etc.) subject to which the new
shares have been or are to be issued are as follows:

The share capital of the Company was increased from £10,500 to
£1,281,000 by the creation of:

- (a) 1,050,000 Preference Shares of £1 each;
- (b) 531,000 'A' Ordinary Shares of 35 pence each; and
- (c) 99,000 'B' Ordinary Shares of 35 pence each.

The rights and obligations attaching to such shares are set out in the
Company's new articles of association which were adopted pursuant to
the same special resolution of 30th August 1996.

Please tick here if
continued overleaf



†Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

JA Rowman

Designation † DIRECTOR . Date 6.9.96

Presentor's name, address and
reference (if any):

Booth & Co.
Sovereign House, PO Box 8,
South Parade, Leeds, LS1 1HQ

REF: MLW/RJDo

For official use
General Section

Post room

